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**ARTICLES OF INCORPORATION
OF
POLK COUNTY CONTINUUM OF CARE BOARD**

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

The undersigned natural person acting as incorporator of a Corporation under the Iowa Non-Profit Corporation Act (Chapter 504A), hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is Polk County Continuum of Care Board.

ARTICLE II - NOT FOR PROFIT

The Corporation is a not for profit Corporation organized pursuant to Chapter 504A of the Iowa Code.

ARTICLE III - DURATION

The duration of the existence of the corporation begins at the date of the Certificate of Incorporation is issued by the Secretary of State and shall continue perpetually unless dissolved as provided by law.

ARTICLE IV - MEMBERS

The Corporation shall have no members.

ARTICLE V - DISTRIBUTION UPON DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation in any manner for any reason, its assets, if any, remaining after payment or provision for payment of all liabilities of the Corporation shall be transferred to an organization with a 501(c)(3) designation.

ARTICLE VI - LIMITED LIABILITY

Consistent with section 504A.101, a director, officer or other volunteer of this corporation shall not be personally liable in that capacity for a claim based upon an act or omission of the person performed in the discharge of a persons duties, except for a breach of the duty of loyalty, or for acts or omissions not in good faith, or those which involve intentional misconduct or a knowing violation of the law, or for a transaction from which the person derives an improper personal benefit. If Iowa law is changed to mandate or permit further elimination or limitation of the liability of the corporations, directors, officers, employees and volunteers then the liability of such persons shall be eliminated or limited to the full extent then permitted.

ARTICLE VII - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation is Eric Burmeister, 108 3rd Street, Suite 350 Des Moines, Iowa 50309.


ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of this corporation is Eric Burmeister, 108 3rd Street, Suite 350 Des Moines, Iowa 50309.

ARTICLE IX - AMENDMENTS

These Article of Incorporation may be amended at any time and from time-to-time by the Board of Directors as provided by Chapter 504A of the Code of Iowa, but no amendment shall be adopted which deprives the corporation of a tax exempt status under the laws of the United States of America.

Dated this 12 of August, 2013.


Eric Burmeister